

PO2000015710

MELVILLE & SOWERBY, P.L.

ATTORNEYS AT LAW

LAUREL PROFESSIONAL PARK

2940 SOUTH 25TH STREET

FORT PIERCE, FLORIDA 34981-5605

HAROLD G. MELVILLE, P.A.*

DAVID N. SOWERBY, P.L.**

TELEPHONE (561) 464-7900

FAX (561) 464-8220

*BOARD CERTIFIED CIVIL TRIAL LAWYER AND
BOARD CERTIFIED BUSINESS LITIGATION LAWYER

**BOARD CERTIFIED REAL ESTATE LAWYER

February 5, 2002

EFFECTIVE DATE

02/01/02

VIA FEDERAL EXPRESS

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

000004883810--6

-02/06/02--01076--001

*****78.75 *****78.75

RE: ~~MBI Co.~~

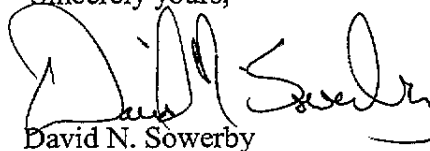
MILLER BROTHERS INC. OF BREVARD COUNTY

Gentlemen:

Enclosed please find the Articles of Incorporation for filing, together with my check in the amount of \$78.75 to cover the fees associated with the filing and the cost for a certified copy. Please return a certified copy of the Articles to the undersigned at your earliest convenience..

We appreciate your assistance in expediting this filing.

Sincerely yours,



David N. Sowerby

FILED
02 FEB -6 AM 10:13
CLERK OF STATE
TALLAHASSEE, FLORIDA

DNS/njo
Enclosures

WDZ-4000
PS
2/12/02

MELVILLE & SOWERBY, P.L.

ATTORNEYS AT LAW

LAUREL PROFESSIONAL PARK

2940 SOUTH 25TH STREET

FORT PIERCE, FLORIDA 34981-5605

HAROLD G. MELVILLE, P.A.*

DAVID N. SOWERBY, P.L.**

TELEPHONE (888) 464-7900

FAX (861) 464-8220

*BOARD CERTIFIED CIVIL TRIAL LAWYER AND
BOARD CERTIFIED BUSINESS LITIGATION LAWYER

**BOARD CERTIFIED REAL ESTATE LAWYER

FACSIMILE TRANSMISSION

DATE: February 12, 2002
FROM: David N. Sowerby, Esq.
TO: Pam Smith, Amendments
FIRM: Division of Corporations
FAX NO: 850-245-6897

TOTAL NUMBER OF PAGES (including cover sheet) 2

If you have problems with this FACSIMILE TRANSMISSION, please contact NANCY or DAVID at (772) 464-7900.

MESSAGE: RE: MBI Co. (rejected filing)

Attached is new first page with name of "Miller Brothers, Inc. of Brevard County".
Please file at your earliest and thank you so much for your very kind assistance.

CONFIDENTIALITY

The information contained in this facsimile message is privileged and confidential, intended only for the use of the individual or entity named on this Cover Sheet. If you are not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this information is strictly prohibited. If you have received this facsimile in error, please notify us immediately by telephone and return the original message to us at the address listed above via the United States Postal Service. Thank you.

**ARTICLES OF INCORPORATION
OF
Miller Brothers Inc. of Brevard County**

FILED

02 FEB -6 AM 10: 13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

EFFECTIVE DATE

02/01/02

The name of the corporation shall be:

Miller Brothers, Inc. of Brevard County

The address of the principal office of this corporation shall be 1653 N. Harbour City Boulevard, Melbourne, FL 32935, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousands shares of common stock having no par value.

**ARTICLE IV. INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 3771 Spinnaker Court, Fort Pierce, Florida 34946, and the name of the initial registered agent of the corporation at that address is GEORGE DOUGLAS MILLER.

ARTICLE V. EFFECTIVE DATE

The Effective Date of this corporation shall be February 1, 2002.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

George Douglas Miller
3771 Spinnaker Court
Fort Pierce, FL 34946

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

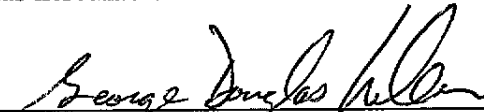
The initial number of directors of this corporation shall be two (2). The number of directors may be increased or decreased from time to time in accordance with the By-laws of this corporation, but shall never be less than two (2). The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until his respective successor is elected or appointed and has qualified, is:

George Douglas Miller	3771 Spinnaker Court, Ft. Pierce, FL 34946
Joseph Michael Miller	1108 No. Rock Road, Ft. Pierce, FL 34947

ARTICLE VIII. AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferring upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this ____ day of February, 2002.



GEORGE DOUGLAS MILLER
Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

I, GEORGE DOUGLAS MILLER, residing at 3771 Spinnaker Court, Ft. Pierce, FL 34946, having been designated as Registered Agent to accept service of process for the above stated corporation, hereby accept the appointment as registered agent and agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


George Douglas Miller
Date: February 5, 2002

FILED
02 FEB -6 AM 10:13
CLERK OF STATE
TALLAHASSEE, FLORIDA